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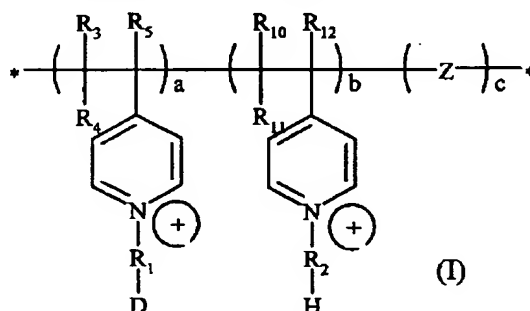
SEP 29 2005

AMENDMENTSIn the Claims:

1. (Currently amended) A composition which comprises:

(a) about 0.01 to about 20% by weight of a cationic ampholytic polymer; and

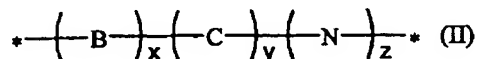
(b) about 0.01 to about 20% by weight of an anionic benefit agent,

wherein the ampholytic polymer comprises a poly(vinyl pyridine) of formula I:

wherein a represents a mole % of 1 to 99, b represents a mole % of 1 to 99, and c represents a mole % of 0 to 98;  $R_1$  is selected from the group consisting of  $(CR_6R_7)_{m_1}$ ;  $R_2$  is selected from a group consisting of  $(CR_8R_9)_{m_2}$ , benzyl, benzene, and substituted benzene; Z is a residue incorporated into the polymer from an ethylenically unsaturated monomer;  $m_1$  and  $m_2$  are independently 0 to 20; are each  $R_6$ ,  $R_7$ ,  $R_8$ , and  $R_9$  are independently selected from the group consisting of hydrogen, hydroxyl, alkyl, aryl, or alkaryl and may differ in each repeating unit; and D is selected from groups bearing an anionic charge selected from:  $SO_3^-$ ,  $SO_2^-$ ,  $CO_2^-$ ,  $PO_3^-$ , and  $PO_4^-$ ; and  $R_3$ ,  $R_4$ ,  $R_5$ ,  $R_{10}$ ,  $R_{11}$ , and  $R_{12}$  are independently H or alkyl.

2-4. (Cancelled)

5. (Currently amended) The composition of claim 1, where in the ampholytic polymer further comprises a copolymer of a betaine containing monomer, a cationic monomer, and, optionally, a neutral monomer represented by formula II:



wherein x represents a mole % of 1 to 99, y represents a mole % of 1 to 99, z represents a mole % of 0 to 98, B represents the residue incorporated into the polymer from an ethylenically unsaturated monomer containing a betaine functionality, C represents the residue incorporated into the polymer from an ethylenically unsaturated monomer containing a cationic charge, and N represents the residue incorporated into the polymer from an ethylenically unsaturated monomer without any charged functionality.

6. (Currently amended) The composition of claim 1, wherein the anionic benefit agent is an anionic polysaccharide[[s]].
7. (Original) The composition of claim 5, wherein the polysaccharide is selected from the group consisting of modified and natural starches, modified and natural celluloses, anionic gums, and polygalactomannans and derivatives of each.
8. (Original) The composition of claim 6, wherein the polysaccharide is selected from the group consisting of carboxymethylated guar gum, xanthan gum, carboxymethyl cellulose, native or modified potato starch, and oxidized starches.
9. (Original) The composition of claim 1, wherein the anionic benefit agent is a synthetic anionic polymer or copolymer.
10. (Original) The composition of claim 9, wherein the anionic benefit agent is selected from the group consisting of Octylacrylamide/Acrylates/Butylaminoethyl Methacrylate copolymer, acrylates copolymer, sodium polystyrene sulfonate polymers, and vinyl acrylate/crotonates/vinyl deodeconate copolymer.

11. (Original) The composition of claim 1, further comprising about 0.1% to about 50% by weight of at least one surfactant.
12. (Original) The composition of claim 1, further comprising at least one cosmetically or dermatologically acceptable base.
13. (Withdrawn) A method of washing, conditioning or styling hair comprising applying an aqueous composition comprising the composition of claim 1 to the hair, and rinsing the hair with water.